

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

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| MAGTEN ASSET MANAGEMENT CORPORATION and LAW DEBENTURE TRUST COMPANY OF NEW YORK, Plaintiffs, v. NORTHWESTERN CORPORATION, Defendant. | C.A. No. 04-1494-JJF |
| MAGTEN ASSET MANAGEMENT CORPORATION, Plaintiff, v. MIKE J. HANSON and ERNIE J. KINDT Defendants. | C.A. No. 05-0499-JJF |

AFFIDAVIT OF JOSEPH D. PIZZURRO

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

JOSEPH D. PIZZURRO, being duly sworn, deposes and says:

1. I have been admitted *pro hac vice* to the bar of this Court and am a member of the firm of Curtis, Mallet-Prevost, Colt & Mosle LLP, counsel for defendant NorthWestern Corporation (“NorthWestern”) in the above-referenced action. I submit this affidavit on behalf of Defendants NorthWestern Corporation, Michael J. Hanson and Ernie J. Kindt in opposition to Plaintiffs’ Joint Motion to Amend the Scheduling Order.

2. Attached as Exhibit A is a true and correct copy of the Under Advisement Decision dated August 20, 2004 by the Honorable Charles G. Case in *Magten Asset Management Corp. and Law Debenture Co. of New York v. NorthWestern Corp.*, Adv. Pro. No. 04-53324, U.S. Bankruptcy Court, District of Delaware.

3. Attached as Exhibit B is a true and correct copy of portions of the transcript of the Bank of New York deposition by Mary Lewicki on May 2, 2007.

4. Attached as Exhibit C is a true and correct copy of a decision and order dated May 8, 2007 by the Honorable Bernard J. Fried dismissing the complaint in *Magten Asset Management Corporation v. The Bank of New York*, Supreme Court, New York County.

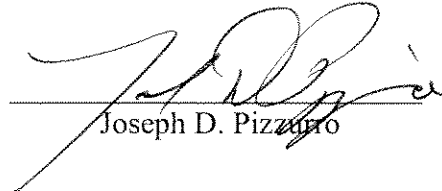
5. Attached as Exhibit D is a true and correct copy of a letter dated December 5, 2006 to Joseph D. Pizzurro from Bonnie Steingart.

6. Attached as Exhibit E is a true and correct copy of a letter dated December 13, 2006 to Bonnie Steingart from Joseph D. Pizzurro.

7. Attached as Exhibit F is a true and correct copy of a subpoena dated January 27, 2006 from Magten to Deloitte & Touche.


8. Attached as Exhibit G is a true and correct copy of a letter dated November 14, 2006 from Annica H. Jin-Hendel to Kathleen Miller.

9. Attached as Exhibit H is a true and correct copy of the amended subpoena to Deloitte & Touche from Magten dated March 21, 2007.



Joseph D. Pizzurro

Sworn to before me
this 16th day of May 2007



Notary Public

JACQUELINE T. DIMARCO
Notary Public, State of New York
No. 31-4841199
Qualified in New York County
Commission Expires Oct. 31, 2009